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Development, Management and Operation of the Miami-Dade Regional Soccer Park

SCOPE OF SERVICES

2.1 Introduction

Miami-Dade County Department of Parks, Recreation and Open Spaces ("PROS") services approximately 25 million people per year who use County parks, attend County events and/or participate in County programs. A three-time winner of the National Gold Medal for excellence in park and recreation administration and the only municipal park system of its size to be awarded National Accreditation from the Commission on Accreditation of Park & Recreation Agencies. PROS is one of the busiest and largest leisure service agencies in the United States. PROS received the 2009 and 2013 Governor's Sterling Award, which recognizes organizations and businesses in Florida that have successfully achieved performance excellence within their management and operations. PROS is the first park and recreation agency in the State of Florida to receive the Governor's Sterling Award. PROS maintains and programs more than 250 parks, recreation facilities and greenway areas; and provides park and recreation services to a resident population of nearly two million. For additional information on PROS, visit their website at <http://www.miamidade.gov/parks>.

Miami Dade County, hereinafter referred to as the County, as represented by the County's Parks, Recreation and Open Spaces Department ("PROS"), is seeking proposals from qualified firms, corporations, joint ventures, partnerships, individuals or other legal entities ("Proposer") to develop, construct and later assume the management and operation of the Miami-Dade Regional Soccer Park ("MDRSP"). The 47 acre site ("Site"), which will become the MDRSP, is located at theoretical 9000 NW 58 Street, Miami, Florida 33178. The Site was previously part of a landfill which closed in 1987 and was remediated by the County in 2010.

The MDRSP will be conveniently located approximately eight (8) miles from the Miami International Airport, and thirteen (13) miles from Downtown Miami. This world class soccer complex will serve as a year-round facility for tournaments and team development that will lend itself to professional, semi-professional, college, league and recreational use.

Specific approved uses for the MDRSP include: a) seven (7) tournament fields; b) one (1) stadium field; c) field houses; d) one (1) training/fitness/rehabilitation facility; e) lodging; f) concessions/retail; g) awards area; h) parking; and i) one (1) maintenance compound.

Due to the limitations currently set forth in Article 7 of the Miami-Dade County Home Rule Charter, any award resulting from this Solicitation shall be contingent upon a majority vote of the Miami-Dade County voters in a County-wide Charter referendum.

The selected Proposer(s) must have soccer venue experience in the areas of: 1) design and construction; 2) management and operation; and 3) programming and marketing; and must also possess adequate financial strength to provide all capital facilities along with management and operation services.

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2.2 General Information

The County is limited to providing the Site as-is, without further contribution. The Site was part of a larger parcel utilized as a landfill until 1987 when it was properly closed. The Site was acquired by PROS in 2007 and made fully developable by the County in 2010. The Environmental Protection Agency (EPA) previously designated this site as a Superfund site, thus making it part of the Brownfield Program. The EPA now classifies this property as an "Archived Superfund Site." Documentation of closure and testing is available upon request.

The selected Proposer will be responsible for the design, permitting, construction, construction management, operation, business planning, maintenance and management aspects of the MDRSP.

It is the responsibility of each Proposer before submitting a proposal, to:

- 1) Examine the sample contract documents included in the solicitation thoroughly and notify the County of all conflicts, errors or discrepancies in the contract documents of which Proposer knows or reasonably should have known
- 2) Visit the site to become familiar with conditions that may affect costs, progress, performance or furnishing of the Work
- 3) Take into account federal, state and local laws, regulations, permits, and ordinances that may affect costs, progress, performance, furnishing of the Work

The submission of a proposal shall constitute an incontrovertible representation by Proposer that Proposer has complied with the above requirements and that without exception, the proposal is premised upon performing and furnishing the Work required by the Contract Documents and that the Contract Documents are sufficient in scope and detail to indicate and convey understanding of all terms and conditions for performance and furnishing of the Work.

2.3 Project/Site Location and Description

The Project Location (see Exhibit 1, Project Location) occupies a prominent area within western Miami-Dade County, near recreation open spaces, tourist attractions, food service, lodging, major transportation corridors (Palmetto Expressway and Homestead Extension of the Florida Turnpike). It also lies within an area dominated by governmental and industrial uses that are not impacted by the type, duration and intensity of tournament soccer activities. The Site is currently closed and offers limited public access.

The Site, a 47-acre urban park, is owned and operated by PROS (see Exhibit 2, Site) and is comprised of two County-owned parcels with boundaries and constraints that should not be overlooked (Exhibit 3, Parcels). **Development proposals should include both parcels.**

a) Parcel 1

This parcel is approximately thirty three-acres (33.57 acres) and lies immediately north of NW 58 Street and west of NW 87 Avenue. The parcel, currently

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unimproved except for a paved parking area, is approved for recreational use involving soccer and soccer related programming.

b) Parcel 2

This parcel is approximately thirteen-acres (13.76 acres) and lies immediately south of the landfill along theoretical NW 63 Street. The parcel, currently used to support high voltage power lines, is expected to be used for facility parking or other low impact facilities in a design that will not affect its continued use and utility maintenance.

2.4 Site Conditions

1. Existing Condition

The Site and any existing improvements are offered “as is, where is” by the County for the development, operation and management of the MDRSP. The selected Proposer shall, at its sole expense, (unless otherwise negotiated with the County), address as part of their proposal any inconsistency or need between the existing condition and the conditions needed for proposed use.

2. Inspection Period

Proposers may, at their discretion, visit the Site and review the Site conditions. All such visits shall not require staff assistance. Visits shall be confined to viewing the area and improvements; reviewing past and present usage patterns; and better understanding future possibilities, all without impacting ongoing activities. No soil disturbing activities or testing will be permitted.

Immediately following the execution of any agreement issued as a result of this Solicitation, the County will allow a 45-day “Due Diligence” period for the selected Proposer to conduct any environmental investigations of the location. The investigations shall be conducted at the selected Proposer’s sole expense and may include complete environmental site assessments, sampling and material testing of the soils, sediments and possibly the groundwater. All of these assessments are subject to such conditions and limitations as may be imposed by the County, including without limitation, requirements for supervision by the County, insurance, indemnification of the County, disposition of reports and execution of any legal documents required by the County Attorney. The resolution and/or remediation of the results of such investigation(s), if or as required, shall be the subject of negotiation between the County and the selected Proposer.

3. Improvements and General Plan

The Site is unzoned with an overlay Governmental Property designated for Park and Recreation where all related event uses have been established by Governmental Facility Hearing Resolution R-666-12. Use and further improvements to the MDRSP are permissible by right when they generally comply with the approved General Plan and do not require any additional zoning hearing or site plan approval. All such uses of the MDRSP must compliment

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and be consistent with approved park and recreation uses for the property, creating certain limitations on its future use. The County shall maintain ownership of the land and parking facilities.

4. Parking

The selected Proposer will have access to existing parking spaces for the use of MDRSP patrons and employees. Certain parking areas, for the exclusive use of MDRSP employees, may be made available. The selected Proposer shall improve the current parking facilities to the standards of similar venues. While admission to the MDRSP remains free, the County may institute charges for specific event parking, of up to 30 days per year, within the entirety of the parking area associated with the MDRSP.

2.5 County Objectives

The MDRSP seeks to develop a national caliber sports training facility available for tournament and team development use. On this property, and through this Project, the County seeks to accomplish the following objectives:

1. Advance the Development of the Park

Accelerating the development of park improvements, public access, and limited exclusive use proposed by the approved General Plan are important to the County. Immediate community benefit and access are of utmost importance. Where possible and practical, development proposals should suggest the type, quantity and layout of soccer park improvements, fundamental to the success of the project, which would be funded by the proposer.

2. Advance the Play of Soccer within the County

The County, and the various municipalities throughout the County, own and operate many parks with recreational youth soccer facilities (Exhibit 5). On these recreational youth developmental sites, various fields already exist for league and tournament use. However, the County is only now exploring the higher level fields and facilities necessary for the establishment of major and minor league soccer teams and the type of high caliber training sites needed to support their success within Miami-Dade County.

3. Provide Economic Development

Creation of a regional soccer park is considered a significant economic development enhancement tool for the western portion of the County. Development proposals should complement and bolster economic growth in the area and the County by maximizing consumer expenditures, creating local and area jobs, temporary construction, permanent employment and payroll, and adding to real property, business, sales and intangible tax collections. Proposals should also address how the impact of this development will positively impact existing facilities and services already in the area.

4. Contributing toward Brownfield Re-Development

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Although the landfill where the Site is located was closed and fully remediated, it remains undeveloped and underutilized. Proposals should offer innovative design solutions that are consistent with current requirements for development of former landfill properties.

5. Provide Revenue to PROS

The MDRSP was conceived as a way to utilize the County's unique location relative to soccer play from South and Central America, as well as Europe and North America. Local and distant teams may want to utilize a site convenient to airports and lodging with vehicle access for open tournaments or closed developmental team improvement. The selected Proposer should propose a marketing plan which will generate significant revenue consistent with similar venues.

2.6 Project Plan

The County approved a General Plan for the Project in 2012 through Resolution R-666-12 (Attachment B). The Plan proposed the development of a premier quality soccer training facility for individual and team improvement. The location of the property provides for short or long-term duration uses, allowing for periodic high visitation, without adversely impacting adjacent properties or area roadways. The Plan anticipated supporting local, state and national caliber tournaments. A referendum majority vote will expand the Scope to include frequent use as a training facility by developmental and professional teams who play throughout the world.

Given the size and configuration of the Site, the approved General Plan locates these proposed improvements in a manner consistent with a former landfill, including the provision of retention areas. Proposers are required to generally conform to the approved Plan, but may provide other innovative design solutions that address all regulatory requirements of the Site. Substantial deviations from the Plan may require additional plan and other regulatory approvals that may delay development and may reduce the competitiveness of the Proposal.

2.7 Project Use

The County expects that interested parties may profitably utilize the MDRSP for the following purposes:

- Hosting premier local, state, national and international training for teen and adult teams
- Signature competitive games and tournaments
- Centralized location for academy skill development programs
- Year-round adult league play
- Comprehensive sport rehabilitation/fitness enhancement programs
- Year-round field sport team/tournament use (lacrosse, field hockey, etc.)

Specific approved uses that should generally be included in any proposal plan include: 1) Tournament fields; 2) Stadium Field; 3) Field House; 4) Training Facility; 5) Lodging; 6) Concessions/Retail; 7) Awards area; 8) Parking; and 9) Maintenance

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Facility	Description
Tournament Fields	Seven (7) full size FIFA/NCAA soccer fields (striped for soccer, field hockey and lacrosse) in natural or synthetic turf. Each irrigated and lighted field includes goals, team boxes, two (2) portable bleachers seating no less than 180 persons each.
Stadium Field	One (1) full size FIFA/NCAA soccer field (striped for soccer, field hockey and lacrosse) in natural or synthetic turf. The irrigated and lighted field includes goals, team boxes, and permanent grandstands with press boxes permanently seating 3,000 persons inclusive of a 600 SF area for County Administration use.
Field House	Additional space within the grandstand buildings provide team rooms with lockers, coach's rooms, judge's rooms, restrooms, equipment and storage areas, AV room, ticketing, cash management and offices. An additional 3,000 temporary seats, located on one of the grandstand buildings may also be available. Building to support stadium related restrooms, coaches/judges/stadium offices, equipment/material storage, mechanicals, etc.
Training/Fitness Facilities	Training and office support facilities for multiple sports use that includes space for classrooms, fitness center, strength/conditioning, medical rehabilitation, agility training, therapy, offices, restrooms, mechanical and equipment storage, offices.
Lodging	Athlete accommodations for up to 100 rooms for overnight participant training and events, banquet/event room, centralized kitchen and cafeteria, office and equipment areas, parking and laundry facilities.
Concession/Restaurant and Retail Facility	Building to support concessions/restaurant and retail sales ancillary and supportive of the various on-site sports.
Awards Circle	Outdoor space/stage proximate to Stadium Field to support tournament and event ceremonies.
Parking	Fully paved parking of over 800 spaces in Parcel 1, plus additional partially paved parking and unpaved parking under the utility wires in Parcel 2. All parking is required to support daily use, weekend tournaments and occasional special events. Additional parking may be available on additional adjacent County land.
Maintenance Compound	Full mechanical, equipment and field maintenance building and storage area

2.8 County Requirements

The MDRSP is a public park open to all residents and tourists alike. There shall be no entrance fee. The County seeks to ensure public access and use. The facility will support public field recreation which is likely to include field rentals. Parking fees are not anticipated outside of scheduled events. The County is looking for this facility to be sustainable.

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The selected Proposer shall:

1. Operate seven (7) days per week with hours consistent with public demands.
2. Provide 600 square feet of office space with all utilities and services for County administrative use.
3. Allow the County up to 30 days per year of exclusive use for the public, without cost or blackout dates. Quarterly meetings can be used to determine schedules.
4. Provide support to permanent onsite County staff and PROS in general.
5. Adhere to PROS guidance and contractual stipulations.

2.9 Project Requirements for Parcels 1 and 2

The selected Proposer shall:

1. Provide a description of the proposed development approach. The narrative shall address the overarching approach to the project theme and how compatible and complimentary it is to how soccer is played in Miami, Florida and internationally.
2. Provide a description of proposed improvements. The detailed plan(s) shall illustrate the entire MDRSP development approach on all portions of the Site in compliance with all relevant conditions imposed by plan approvals and site conditions to include all fields, facilities, lodging, retail, and amenity areas, along with existing improvements, common roads and parking areas. All such plans shall indicate the size, location, dimensions and configuration of buildings to be developed at scale. The Site Plan should be based on the following elements:
 - a. General Plan Compliance: The selected Proposer shall ensure compliance with any requirements of the approved General Plans.
 - b. Land Use Compliance: The selected Proposer shall ensure compliance with any requirements of the landfill closure plan and required storm water management in addition to all state, federal and local requirements.
3. Provide proposed improvement costs. The Proposal must include an Order of Magnitude Improvement Cost Estimate for any and all Plan elements in the proposed Site Plan inclusive of fields, facilities, lodging, retail, and amenity areas, along with existing improvements, common roads and parking areas. The estimates, inclusive of the infrastructure costs of the Project, shall be complete and realistic in that general quantities and prices used in developing the estimate reflect actual market level or best estimates of future price levels and credible in that the estimating methodology used is consistent with applicable industry standards and practices.
4. Provide a proposed Improvement Schedule: The Proposal must include a general and expected improvement schedule for the Site. The schedule shall include all variously phased improvements for Parcels 1 and 2, and shall be provided in a summary Gantt chart that may be amended as necessary.

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5. Provide renderings: The Proposal must include renderings (photo simulations of the proposed project) showing views of the overall improvements, including: 1) at-grade views from the front of MDRSP, 2) an aerial perspective, and 3) from within the various Project(s), including the improvements, key architectural elements/features, parking, plazas, greenways, open spaces, pedestrian walkways and signage.

2.10 Qualifications and Experience of Development Team

The Development Team should have:

1. A minimum of one (1) Architect, licensed and registered in the State of Florida as required by Chapter 481, Part I of the Florida Statutes, Architecture, with at least ten (10) years' experience and should have substantial experience in the design and renovation of the specified uses within the MDRSP.
2. A minimum of one (1) Landscape Architect, licensed and registered in the State of Florida as required by Chapter 481, Part II, Landscape Architecture, of the Florida Statutes, with at least ten (10) years' experience and shall have substantial experience in the design and renovation of the specified uses within the MDRSP.
3. A minimum one (1) General Contractor, licensed in the State of Florida or authorities having jurisdiction, with at least ten (10) years' experience, and should have substantial experience in obtaining permitting for construction of the specified uses within the MDRSP.
4. At least ten (10) years of experience in design and construction of successful entertainment areas, themed attractions, lodging venues or other comparable destinations of equal size and complexity.

2.11 Qualifications and Experience of Management /Operations Team

The Management /Operations Team should have:

- 1) At least five (5) years of experience in the management of successful operation of entertainment areas, themed attractions, lodging venues or other comparable destinations of equal size and complexity.

The Management/Operations Team as a whole must have the requisite expertise in lodging, food service, retail operations, training/fitness/rehabilitation facilities in addition to event management, financial and management capability to operate a MDRSP destination facility and projects with similar scope and complexity as identified in the project objectives.

Note: The preceding information should be provided with the Proposals, however, the County may, in sole and absolute discretion, consider proposals that do not include all of the preceding information and/or request that Proposer(s) provide any of the preceding

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information that is missing at any time after proposals are due and prior to the award of any contract(s).

2.12 Consultants

The consultant(s) to the Proposer, if any, may be one firm possessing all the required expertise or may be several individuals or firms, which when combined, possess all the required expertise. Consultant teams may also include professional planning and design consultants and sub-consultants, financial and marketing sub-consultants and operation and management consultant(s). Consultants or general contractors may submit their qualifications for more than one Development Team. However, the Proposer and other permanent (management/operational) staff of the Project (team members required beyond the construction phase, as in principals, operations and management personnel) shall only submit their names in one submission and shall not be part of any other submission in any capacity.

2.13 Financial Capability

The Proposer shall show all elements or components of the capital plan required to finance the Project. To the extent feasible, the Proposer shall describe in detail all sources of capital, operations and maintenance funds dedicated to the Project.

Proposers shall provide:

1. A cash flow pro forma analysis integrating revenues, operating expenses, renovation/improvement costs, and debt service for a minimum startup period inclusive of the first ten (10) years of the project's operation. The financial analysis and feasibility of the project shall be presented to enable a clear understanding of financial feasibility and financial inflows and outflows both on any phased basis and an integrated total basis over any phased schedule, and shall also enable a clear understanding of the projected rents and any other financial returns to the County anticipated over the projection period.
2. Evidence of Proposer's financial capacity so that a determination can be made if the Respondent is capable of undertaking the Project.
3. Details of resources to be utilized as equity for the Project.
4. A credit report generated by a reputable and recognized independent source no earlier than one month prior to submission, as applicable for existing companies or Development Teams and/or all members of the proposed Management/Operations team.
5. A statement by a bank, financial institution or Certified Public Accountant (CPA) certifying that the Proposer(s) has a private net worth or access to private equity in excess of the amount necessary to develop, manage and/or operate the Project, as may be applicable to their participation.
6. Detailed information on the level of private financial commitments to fund the primary Project and, if planned, any limited dependence upon any public funds;

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subsidies, public credit enhancements, loans, loan guarantees, or other publically sponsored financial mechanism for infrastructure or other Project costs. The Proposer should describe in detail all sources of capital funds for the Project including, but not limited to, the following:

- a. Private Sector Equity Contributions - The Proposer shall estimate the amount of expected equity contributions and shall describe the expected sources of these equity funds based on its past experience to raise and invest similar capital for projects of a similar scale. Any terms and conditions relating to these commitments shall be identified. Where possible, Proposers are encouraged to substantiate equity commitments through an informal banker's letter of credit or other appropriate banking instrument. The formal letter of equity commitment shall not be required until the end of a financial due diligence period, commencing after execution of an agreement with the selected Proposer.
- b. Debt Related Financing - The Proposer shall identify the amounts of debt related financing and shall describe the methods for obtaining such financing. The Proposer shall also identify the risks associated with this debt financing, including the terms and maturity of such debt, and describe any guarantees or other securities pledged to the repayment of such debt and any restrictions and covenants associated with this debt. The cost associated with underwriting and issuing this debt instrument as well as the method of issuance (e.g., public offering or private placement) shall be discussed under this section.
- c. Public Funding – The Proposer shall identify the amount of public debt financing in the form of bonds, grants or trust allocations it will seek to complete financing of the Project. Proposer shall identify the public agency and the manner through which such funding shall be allocated and approved. The public cost associated with underwriting and issuing these debt instruments, as well as the method of issuance (e.g., bond allocation or trust fees), shall be discussed under this section.

2.14 Payment Schedule

The County expects to be compensated for the use of the Site that the County is offering as part of this Solicitation. As such, Proposer must provide projected payments to the County in the form of: a) an Initial Rent, b) Minimum Guaranteed Rent; c) Percentage of Monthly Gross Revenues; and d) Project Management Fee. Proposer will deliver a financial proposal to the County that provides the aforementioned sources of funds and that fairly compensates the County for its resources and allows the County to share, to some extent, in the financial success of the development(s).

The Proposer's financial proposal shall be subject to continued negotiation, but shall contain sufficient details to be a starting point of negotiations. The initial price proposal

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shall further evidence that the Proposer has the financial ability and wherewithal to carry out the project and understanding to carry out the project scope. The County may, at any time, request additional information regarding the Proposer's price proposal.

- a. Initial Rent. The selected Proposer shall pay the County an Initial Rent annually for the period between the Lease Effective Date and the Date of Beneficial Occupancy (after improvements) at any or all of the respective leased or licensed improvement areas. Based on the latest appraised value of the property, the County estimates an Initial Rent of \$_____ **per year for leased lands**. Rent is subject to negotiation.
- b. Minimum Annual Guaranteed Rent. After the Date of Beneficial Occupancy and through the termination date of the Agreement, the selected Proposer shall pay the County a Minimum Annual Guaranteed Rent to the County on the first day of each month (after improvements) at the respective Locations.

Based on the latest fair market appraisal of the property, the County estimates a Minimum Annual Guaranteed Rent of **\$TBD per year for leased lands** based on the appraisal of Parcel 1 only. Parcel 2 will not be considered for a determination of rent due. Rent is subject to negotiation.

- c. Percentage of Monthly Gross Revenue Rent. In addition to the Guaranteed Monthly Rent, the selected Proposer shall pay the County on a monthly basis a Percentage of Adjusted Gross Receipts, for revenue from the sale of all fees, goods and services provided at the Location as of Date of Beneficial Occupancy (after improvements) at the respective Locations.

The minimum Percent of Monthly Gross Revenue Rent the County estimates for leased areas is approximate **TBD% for years 1-5, and TBD% for years 5-10 and TBD% for years 11+**, plus any annualized inflationary adjustments. Actual percent rents will be negotiated based on site plans provided by the selected Proposer. Rent is subject to negotiation.

- d. Project Management Fee. PROS will assign a Capital Project Manager ("CPM") to the Project, pursuant to a Development Rider, to expedite its design, permitting and construction. The CPM will be paid a negotiated percentage of Project costs not to exceed 3%. The fee is instituted on all PROS projects to insure compliance with County asset management and to reduce problems associated with capital improvement projects.